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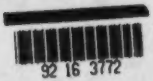
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549



Quarterly Report under Section 13 and 15 (d) of the Securities Exchange Act of 1934

For the Quarter Ended
April 30, 1992

Commission File No.
0-12192

BGS Systems, Inc.

Massachusetts
(State of Incorporation)

04-2559993
(I.R.S Employer
(Identification No.)

128 Technology Center Waltham, Massachusetts 02254
(Address of principal executive offices)

Registrant's telephone number, including area code: (617) 891-0000

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by section 13 or 15 (d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.

Yes X No ___

Indicate the number of shares outstanding of each of the Issuer's classes of Common Stock, as of the latest practicable date.

Title of each class

Common stock, $.10 par value

Shares outstanding @ April 30, 1992.....3,214,849

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Table of Contents

		Page No.
Part I	Financial Information:	
	Item 1 - Financial Statements:	
	Balance Sheets	3
	Statements of Income	4
	Statements of Changes in Financial Position	5
	Notes to Financial Statements	6
	Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations	7-8
Part II	Other Information:	
	Item 3 - Exhibits and Reports on Form 8-K	9
	Signatures	10

BGS SYSTEMS, INC.
CONSOLIDATED BALANCE SHEETS
(Unaudited)

	April 30, 1992	January 31, 1992
ASSETS		
Current Assets		
Cash and cash equivalents	$ 4,664,967	$ 6,435,304
Marketable securities, at cost (market value: $13,763,870 at April 30, 1992; $10,157,104 at January 31, 1992)	13,507,205	9,624,160
Accounts receivable, less allowances of $411,584 ($412,160 at January 31, 1992) for doubtful accounts	7,109,818	7,912,310
Costs and estimated earnings in excess of billings on uncompleted contracts	481,000	881,000
Federal and state income taxes receivable		217,025
Prepaid expenses and other assets	826,397	697,425
Total Current Assets	26,589,387	25,767,224
Deferred Income Tax	104,663	117,357
Property and Equipment:		
Furniture and fixtures	1,420,731	1,411,666
Computer equipment	4,386,473	4,260,927
	5,807,204	5,672,593
Less accumulated depreciation	4,401,877	4,281,920
	1,405,327	1,390,673
	$28,099,377	$27,275,254
LIABILITIES AND STOCKHOLDERS' EQUITY		
Current Liabilities		
Accounts payable	$ 795,557	$ 1,095,428
Accrued expenses	183,136	546,178
Accrued compensation and employee benefits	562,567	757,574
Deferred revenue	9,360,316	9,598,117
Income taxes payable	697,435	0
Dividends payable	467,067	465,057
Total Current Liabilities	12,066,078	12,462,354
Stockholders' Equity		
Common Stock, $.10 par value - authorized 10,000,000 shares; issued and outstanding 3,214,849 shares at April 30, 1992 and at January 31, 1992	321,486	321,486
Capital in excess of par value	13,332,265	13,342,345
Retained earnings	3,222,188	2,090,286
Equity adjustment from foreign currency translation	(155,928)	(163,461)
	16,720,011	15,590,656
Less cost of 101,071 shares (114,471 shares at January 31, 1992) of Common Stock in treasury	686,712	777,756
	16,033,299	14,812,900
	$28,099,377	$27,275,254

BGS SYSTEMS, INC.
CONSOLIDATED STATEMENTS OF INCOME
(Unaudited)

	Three Months Ended April 30,	
	1992	1991
REVENUES:		
License fees	$ 2,606,940	$ 1,986,389
Maintenance fees	3,585,485	3,397,061
Other	811,503	198,734
	7,003,928	5,582,184
COSTS AND EXPENSES:		
Sales & Marketing	2,008,131	1,487,536
General & Administrative	716,510	621,514
Product Development & Maintenance	2,179,618	1,746,073
	4,904,259	3,855,123
Operating income	2,099,669	1,727,061
Investment income:		
Interest income, net	226,070	302,739
Other income	177,354	(40,388)
	403,424	262,351
INCOME BEFORE TAXES	2,503,093	1,989,412
Income taxes	904,125	691,396
NET INCOME	$ 1,598,968	$ 1,298,016
Net income per share	$ .49	$ .41
Weighted average number of shares outstanding	3,231,929	3,185,852

Net income per share: The computations of income per share are based on the weighted average number of shares of Common Stock outstanding during the periods, including the dilutive effect of stock options.

BGS SYSTEMS, INC.
CONSOLIDATED STATEMENTS OF CHANGES IN FINANCIAL POSITION
(Unaudited)

	April 30,	
	1992	1991
Cash Flow from Operating Activities:		
From operations:		
Net Income	$1,598,968	$1,298,016
Expenses not requiring outlay of working capital in the current period:		
Depreciation	121,476	105,967
Increase (decrease) in cash from certain working capital items:		
Accounts receivable	(462,984)	1,070,107
Other current assets	380,297	24,189
Accounts payable and accrued expenses	(455,287)	(340,732)
Deferred revenue	(217,204)	(461,183)
Federal and state income taxes	1,688,776	(13,778)
Net Cash Flow Provided by Operating Activities	2,654,042	1,682,586
Cash Flow from Investing Activities:		
Purchase of property and equipment	(138,281)	(60,915)
(Increase) decrease in marketable securities	(3,883,045)	(85,739)
Net Cash Flow Provided (Used) by Investing Activities	(4,021,326)	(146,654)
Cash Flow from Financing Activities:		
Proceeds from sale of stock	(10,080)	65,216
Purchase of treasury stock	91,044	
Dividends paid	(465,057)	(457,325)
Net Cash Flow Provided (Used) by Financing Activities	(384,093)	(392,109)
Effect of exchange rate changes on cash	(18,960)	(334,133)
INCREASE (DECREASE) IN CASH, CASH EQUIVALENTS	(1,770,337)	809,690
Cash and cash equivalents at beginning of year	6,435,304	5,022,324
Cash and cash equivalents at end of period	$4,664,967	$5,832,014

BGS SYSTEMS, INC.
NOTES TO FINANCIAL STATEMENTS

I. Accounting Comments

With respect to the unaudited statements for the interim periods included in this report, management of the Company believes that all adjustments necessary to fair presentation of the results for such interim periods have been included.

Reference is made to the registrant's Form 10-K Annual Report, filed with the Securities and Exchange Commission on April 30, 1992, which incorporates the financial statements and notes thereto, including a summary of significant accounting policies, for the fiscal years ended January 31, 1992 and January 31, 1991.

The results for the interim periods are not necessarily indicative of the results for the entire year.

BGS SYSTEMS, INC.
MANAGEMENT'S DISCUSSION AND ANALYSIS
OF FINANCIAL CONDITION AND RESULTS OF OPERATIONS

Material Changes in Results of Operations

Operating revenues for the first three months of fiscal year 1993 increased 25% over the first three months of fiscal 1992 to $7,004,000. Revenue from license fees for the three month period increased 31% to $2,607,000 from the first three months of fiscal year 1992's $1,986,000. The domestic market continued to show strong demand for the Company's new Datacenter products, which were introduced in the fourth quarter of last year. The Company's international operations showed some improvement in the quarter amid signs that the Datacenter products were beginning to have an impact on international markets.

Maintenance fees for the first three months of fiscal year 1993 increased $188,000, or 6% to $3,585,000 from $3,397,000 a year earlier. Growth in maintenance fees should taper off as more companies trade up to the Datacenter products. Maintenance on the Datacenter products is renewed on the anniversary of the upgrade purchase, thereby postponing the date at which the Company recognizes the maintenance revenue. The company is allowing customers credit for their existing maintenance contracts thereby reducing maintenance revenue and increasing software revenue. Maintenance fee revenue growth should return to higher levels during the next fiscal year when the Datacenter products begin to be renewed.

Other revenue increased to $812,000 for the first quarter of fiscal year 1993. The increase was due to a combination of higher consulting revenue and third party development contracts. Other revenue should continue to compare favorably with last year through the second quarter. Commencing with the third quarter of last year the Company began to recognize revenue on the third party development contracts mentioned above. The Company expects other revenue to approximate fiscal year 1992's in the third and fourth quarters of the current year.

Aggregate costs and expenses for the first quarter increased 27% over the comparable period last year. Sales and marketing expenses increased 35% as a result of the increased level of revenue and costs associated with the Company's French branch, which was established in the third quarter of last year. General and administrative expenses were $95,000 or 15% over the first quarter of last fiscal year. Normal inflation and additional administrative expenses relating to the French branch were the principal reasons for this increase. Product development and maintenance expenses increased 25% over last year's first quarter. The Company expects continued growth in this area to fund the development of new product offerings and the continuation of work on third party development contracts.

Investment income was $403,000 for the first three months of fiscal year 1993, compared to $262,000 for the comparable period a year earlier. Reduced interest rates on investments resulted in a shortfall versus last year in interest income. Other income increased to $177,000 as a result of profits on equity investments sold during the quarter.

Net income increased 23% from $1,298,000 to $1,599,000 earned for the first three months of fiscal year 1993. Earnings per share were $.49 for the first three months of fiscal year 1993 and $.41 for the first quarter of last year.

The effective tax rate for the first three months of fiscal year 1993 was 36% versus 35% for the first three months of fiscal year 1992. The effective rate increased in 1992 primarily because the Company's German subsidiary incurred a tax loss that is not currently deductible.

Material Changes in Financial Condition/Liquidity

Working capital increased $1,218,000 to $14,523,000 at April 30, 1992 versus $13,305,000 at January 31, 1992 primarily as a result of current year earnings. The Company's current ratio improved from 2.07 at January 31, 1992 to 2.20 at April 30, 1992.

The decrease in accounts receivable from year end is partially due to the lower sales levels in the first quarter of the year versus the normal increased sales activity during the fourth quarter, and a continuation of an aggressive collections program.

The Company's cash resources are considered sufficient to finance the Company's growth in the foreseeable future.

BGS SYSTEMS, INC.

Part II. OTHER INFORMATION

ITEM 3. Exhibits and Reports on Form 8-K

(a) Exhibits. The exhibits filed as part of this form 10-Q are listed on the Exhibit index immediately preceding such exhibits and are incorporated herein by reference.

(b) Form 8-K. The Registrant did not file any reports on Form 8-K during the quarter for which this report is filed.

BGS SYSTEMS, INC.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

BGS Systems, Inc.
128 Technology Center
Waltham, Massachusetts 02254

Date: 2/10/92

Dr. Harold S. Schwenk
President and Director
(Principal Executive Officer)

Date: 2/10/92

Normand Bilodeau
Chief Financial Officer
(Principal Financial Officer)